

# **KEI**

## **Wires & Cables**

**KEI INDUSTRIES LIMITED**

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**PREAMBLE**

Corporate Social Responsibility (CSR) is fundamentally a philosophy or a vision about the relationship of business and Society and considered as an integral part of doing business. There is now a global thrust to embrace corporate citizenship and sustainable business practices. CSR envisages an investment in the society for integrating business processes with social processes.

KEI Industries Limited ('the Company') is engaged in the business of manufacturing and selling of various kinds of electrical wires/ cables, stainless steel wires and execution of Engineering Procurement & Construction (EPC) contracts at large scale. Social and environmental responsibilities have always been at the forefront of the Company. This CSR policy comprises the Company's philosophy for delineating its responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programmes for welfare & sustainable development of the community at large. This CSR Policy focus on enhancing the stakeholder's value, generating economic value of the nation and working towards well-being of the society through addressing critical social, environmental and economic needs of the marginalized / underprivileged sections of the society.

**DEFINITIONS:**

Some of the key terms used in the CSR Policy are as under:

- i) **'Act'** means the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force).
- ii) **'Company'** means "KEI Industries Limited".
- iii) **'Board of Directors' or 'Board'**, in relation to the Company, means the collective body of the directors.
- iv) **'Committee'** means Corporate Social Responsibility Committee constituted by the Board of Directors of the Company in accordance with the provisions of Section 135 of the Companies Act, 2013 and rules made thereunder.
- v) **'Corporate Social Responsibility (CSR)'** means and includes but is not limited to:
  - i) Projects or programs relating to activities specified in Schedule VII of the Act; or
  - ii) Projects or programs relating to activities undertaken by the Board of the Company in pursuance of recommendations of the CSR Committee of the Board as per this CSR Policy and will cover subjects enumerated in Schedule VII of the Act.
- vi) **'CSR Policy' or 'Policy'** means the "Corporate Social Responsibility Policy" of the Company formulated and recommended by the CSR Committee to the Board of Directors of the Company and approved by the Board.
- vii) **'CSR Projects/Activities'** means the projects/activities which are included by the Company in this CSR Policy in accordance with Schedule VII of the Companies Act, 2013.

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- viii) **'Average Net Profit'** means net profit as computed in accordance with Section 198 of the Act.

Words and expressions used in this policy and not defined herein, but defined under the Companies Act, 2013 shall have the meanings as assigned to them in the Act.

### **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

The CSR Committee shall be constituted/reconstituted by the Board of the Company from time to time having minimum three directors, out of which one director is independent director.

### **DUTIES OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

The CSR Committee shall:

- (a) formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the company as specified in Schedule VII of the Act including any amendments or modifications from time to time as applicable;
- (b) recommend the amount of expenditure to be incurred on the activities referred to in clause (a); and
- (c) monitor the CSR Policy of the company from time to time.

### **AREAS OF FOCUS**

- i) Eradicating hunger, poverty and malnutrition, 'promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water
- ii) promoting education, including special education and employment- enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- iii) promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- iv) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga
- v) protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts;
- vi) measures for the benefit of armed forces veterans, war widows and their dependents Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows
- vii) training to promote rural sports, nationally recognised sports, Paralympic sports and Olympic sports;

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- viii) Contribution to the Prime Minister's National Relief Fund or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled castes, tribes, other backward classes, minorities and women;
- ix) (a) Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and  
  
(b) Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs).
- x) Rural development projects.
- xi) Slum area development  
Explanation - For the purpose of this item, the item 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under law for the time being in force;
- xii) Disaster management including relief, rehabilitation and reconstruction activities; and
- xiii) Any other project as may be specified under Schedule VII of the Companies Act, 2013, from time to time.

### **MODALITIES OF EXECUTION AND IMPLEMENTATION**

The Board of Directors of the Company may decide to undertake CSR activities approved by the CSR Committee, through any of the following:

- (a) by the company itself or through -
- (b) a company established under section 8 of the Act, or a registered public trust or a registered society exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and 80 G of the Income Tax Act, 1961 (43 of 1961), established by the company, either singly or along with any other company, or
- (c) a company established under section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government; or
- (d) any entity established under an Act of Parliament or a State legislature; or
- (e) a company established under section 8 of the Act, or a registered public trust or a registered society, exempted under sub-clauses (iv), (v), (vi) or (via) of clause (23C) of section 10 or registered under section 12A and 80G of the Income Tax

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Act, 1961, and having an established track record of at least three years in undertaking similar activities.

### **ANNUAL ACTION PLAN**

The Annual Action plan of CSR Activities to be carried out during the financial year shall be formulated and recommended by CSR committee and approved by the Board. The plan may be altered or modified by the CSR Committee, subject to applicable provisions of the Act at any time during the financial year to align the expenditure in accordance with the applicable laws.

### **AMOUNT OF EXPENDITURE TO BE INCURRED ON CSR ACTIVITIES**

The Board shall ensure that the Company spends, in every financial year:

- a) at least 2 % of average net profits made during the three immediately preceding financial years in pursuance of its CSR Policy;
- b) In case Company fails to spend such amount, the Board shall give reasons for the same to be specified in the CSR Report.

### **MONITORING AND REVIEW**

CSR Policy of the Company will be monitored and reviewed by CSR Committee through periodic reviews of the activities sponsored / supported Foundation / Institution. A comprehensive monitoring and reporting framework will also be put in place.

The CSR Committee shall periodically / quarterly submit its report to the Board of the Company and Institute a transparent monitoring mechanism for implementation of the CSR projects/ programmes or activities undertaken by the Company.

The Board of Directors of the Company shall disclose the contents of CSR policy in their Report (Board Report') in accordance with the provisions of Section 135 of the Act and rules made thereunder.

### **AMENDMENT**

In case there are any modification(s) / amendment(s) / notification(s) / circulars(s), guidance note(s), informal guidance(s) issued by SEBI / MCA or judgements made by the Tribunal or any Court which has the effect of amendment in the Regulation(s) / Section(s) / Rule(s) made thereunder, the Chief Financial Officer and/or Company Secretary and/or Managing Director is/are authorized to make amendments in the Policy / Code as to the extent applicable. The amended Policy / Code shall be taken note by the Board of Directors / Committee in their ensuing Meeting(s).

Further, all the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 governing the said clause shall apply.